



Agenda Date: 8/18/03
Agenda Item: 4A

STATE OF NEW JERSEY

Board of Public Utilities
Two Gateway Center
Newark, NJ 07102
www.bpu.state.nj.us

TELECOMMUNICATIONS

IN THE MATTER OF THE PETITION OF ESSEX)
ACQUISITION CORPORATION FOR AUTHORITY)
TO ENCUMBER PUBLIC UTILITY PROPERTY)
AND TO ISSUE DEBT FOR A PERIOD)
GREATER THAN ONE YEAR)

ORDER OF APPROVAL

DOCKET NO. TF03010071

See Attached Service List

BY THE BOARD:

Essex Acquisition Corporation (EAC or Petitioner), by petition filed on January 23, 2003, requested authority to encumber its New Jersey assets in order to facilitate the refinancing of its Parent's existing credit facility.

Petitioner is a Delaware corporation and wholly owned subsidiary of BiznessOnline.Com, Inc. with offices in Northfield, Illinois, and is authorized to provide facilities based and resold local exchange and intrastate interexchange telecommunications services in New Jersey.

On March 20, 2003, EAC filed a motion for Protective Order to protect from public disclosure Amendment Number Four to BiznessOnline.Com, Inc. loan documents. Petitioner claims the Amendment contains information that is critical, commercially sensitive and competitively significant regarding its access to financial resources, and, if revealed, could be used by competitors against Petitioner in the marketplace.

On August 1, 2003, the Petitioner filed a withdrawal of said motion for Protective Order and in the alternative filed in accordance with N.J.A.C. 14:1-2 et seq. Petitioner respectfully submits that the Amendment is confidential and exempt from public disclosure.

Petitioner states that consummation of the proposed transactions is consistent with the public interest in that it has no negative effects on customers or on competition among facilities-based and resold telecommunications providers. Furthermore, the Petitioner states that the transactions are for proper corporate purposes and in accordance with the law.

The Division of the Ratepayer Advocate, by letter dated April 14, 2003, recommends that the Board approve the petition.

Accordingly, after investigation and having considered the record and exhibits submitted in this proceeding, the Board is satisfied that the action proposed to be taken by Petitioner, as indicated above, is in accordance with law and is not contrary to the public interest. Approving the purposes thereof, the Board HEREBY AUTHORIZES Essex Acquisition Corporation to encumber its New Jersey assets in order to assist its parent to refinance an existing credit facility.

This Order is issued subject to the following conditions:

1. Notwithstanding anything to the contrary in the documents executed pursuant to the financing transactions approved hereunder or other supporting documents, a default or assignment under such agreement does not constitute automatic transfer of Petitioner's assets or shares of capital stock. Board approval must be sought pursuant to N.J.S.A. 48:1-1 et seq., where applicable;
2. This Order shall not affect or in any way limit the exercise of the authority of this Board, or of this State, in any future petition or in any proceedings with respect to rates, franchises, services, financing (including the method of sale of securities), accounting, capitalization, depreciation or in any other matter affecting the Petitioner.

3. This Order shall not be construed as directly or indirectly fixing, for any purpose whatsoever, any value of the tangible or intangible assets now owned or hereafter to be owned by Petitioner.

DATED: August 19, 2003

BOARD OF PUBLIC UTILITIES
BY:

[SIGNED]

JEANNE M. FOX
PRESIDENT

[SIGNED]

FREDERICK F. BUTLER
COMMISSIONER

[SIGNED]

CAROL J. MURPHY
COMMISSIONER

[SIGNED]

CONNIE O. HUGHES
COMMISSIONER

[SIGNED]

JACK ALTER
COMMISSIONER

ATTEST:

[SIGNED]
KRISTI IZZO
SECRETARY